

NOTICE OF TAXABLE TARGET BONDS OFFER PURCHASE PRICES

**RELATING TO THE
INVITATION TO TENDER BONDS DATED SEPTEMBER 16, 2024**

made by

**NORTHEAST OHIO REGIONAL SEWER DISTRICT
(the “District”)**

to the Holders of

TAX-EXEMPT TARGET BONDS

Northeast Ohio Regional Sewer District
Wastewater Improvement Refunding Revenue Bonds
Series 2016

Northeast Ohio Regional Sewer District
Wastewater Improvement Refunding Revenue Bonds
Series 2017

Northeast Ohio Regional Sewer District
Wastewater Improvement Refunding Revenue Bonds
Series 2019

TAXABLE TARGET BONDS

Northeast Ohio Regional Sewer District
Wastewater Improvement Refunding Revenue Bonds
Series 2020
(Federally Taxable)

Northeast Ohio Regional Sewer District
Wastewater Improvement Refunding Revenue Bonds
Series 2021
(Federally Taxable)

(Base CUSIP 663903)

The purpose of this Notice of Taxable Target Bonds Offer Purchase Prices dated October 2, 2024 is to set forth the Offer Purchase Prices for the Taxable Target Bonds. All terms used herein and not otherwise defined are used as defined in the Invitation (hereinafter defined).

Pursuant to the Invitation to Tender Bonds dated September 16, 2024, as amended and supplemented by the Pricing Notice dated September 24, 2024 and the Preliminary Notice of Acceptance dated October 1, 2024 (as it may be further amended or supplemented, the “**Invitation**”), the District invited Bondowners to tender Target Bonds for cash at the applicable: (i) for the Tax-Exempt Target Bonds, Offer Purchase Prices set forth in the Pricing Notice and (ii) for the Taxable Target Bonds, Offer Purchase Prices based on the Fixed Spreads set forth in the Pricing Notice to be added to the yields on certain Benchmark Treasury Securities also set forth in the Pricing Notice, plus, for both (i) and (ii), Accrued Interest on the Target Bonds tendered for purchase to but not including the Settlement Date. See Section 2, “Information to Bondowners” in the Invitation.

The Offer Purchase Prices, expressed as a dollar amount per \$100 principal amount, for the Taxable Target Bonds of each CUSIP set forth in Attachment A hereto were calculated by the Authority based on a yield (each a “**Purchase Yield**”) for each CUSIP of the Taxable Target Bonds determined by adding (a) the relevant Fixed Spread set forth in the Pricing Notice to (b) the yield (the “**Treasury Security Yield**”) on the relevant Benchmark Treasury Security set forth in the Pricing Notice. The Offer Purchase Prices were calculated using the market standard bond pricing formula as of the Settlement Date using the relevant Purchase Yield, the coupon of the relevant Taxable Target Bond, and the maturity date for each Taxable Target Bond, except for each Taxable Target Term Bond, which were priced to their respective average life dates as shown in Attachment A.

The Treasury Security Yields were determined at approximately 10:00 a.m., New York City time, on October 2, 2024, in accordance with the Invitation.

On October 2, 2024, unless such date is extended by the District (the “**Final Acceptance Date**”), the District will announce its acceptance for purchase of the Target Bonds, if any, from among those Target Bonds of each CUSIP initially accepted for purchase as listed in the Preliminary Notice of Acceptance and Attachment A by giving notice via the Final Notice of Acceptance. The District has no obligation to accept for purchase any tendered Target Bonds and the District’s obligation to pay for Target Bonds validly tendered (and not validly withdrawn) and accepted pursuant to

the Invitation is subject to the terms and conditions of the Invitation (including, *inter alia*, satisfaction or waiver of the Financing Conditions) on or prior to the Settlement Date.

Should the District determine to purchase less than all of the tendered Target Bonds of a particular CUSIP, the principal amount of such Target Bonds that it will purchase will be allocated among such tendered Target Bonds on a *pro rata* basis as described in the Invitation.

The Invitation is available through the Information Services at: (i) the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access website, currently located at <http://emma.msrb.org>, using the CUSIP numbers for the Target Bonds, and (ii) the website of the Information Agent and Tender Agent at <https://www.globic.com/neorsd>.

Any questions are to be directed to the Information Agent and Tender Agent at (212) 227-9622.

October 2, 2024

Attachment A

TAXABLE TARGET BONDS

The tables below provide the respective Offer Purchase Prices of the Taxable Target Bonds of each CUSIP.

Northeast Ohio Regional Sewer District Wastewater Improvement Refunding Revenue Bonds Series 2020 (Federally Taxable)

CUSIP (663903) ⁽¹⁾	Maturity Date (November 15)	Average Life Date ⁽²⁾	Par Call Date	Interest Rate (%)	Outstanding Principal Amount	Benchmark Treasury Security ⁽³⁾	Fixed Spreads	Treasury Security Yield ⁽³⁾	Purchase Yield	Offer Purchase Price
JD5	2025	N/A	N/A	2.023	\$ 1,760,000	2-Year	- 20 bps	N/A	--	--
JE3	2026	N/A	N/A	2.138	1,795,000	2-Year	- 45 bps	N/A	--	--
JF0	2027	N/A	N/A	2.268	1,835,000	3-Year	- 35 bps	3.566%	3.216%	97.239
JG8	2028	N/A	N/A	2.299	1,875,000	5-Year	- 20 bps	3.572%	3.372%	95.939
JH6	2029	N/A	N/A	2.349	1,915,000	5-Year	- 15 bps	3.572%	3.422%	95.033
JJ2	2030	N/A	11/15/2029	2.419	9,195,000	7-Year	- 10 bps	3.671%	3.571%	93.751
JK9	2031	N/A	11/15/2029	2.519	10,355,000	7-Year	- 5 bps	3.671%	3.621%	93.169
JL7	2032	N/A	11/15/2029	2.569	10,620,000	10-Year	- 5 bps	3.809%	3.759%	91.771
JM5	2033	N/A	11/15/2029	2.669	5,805,000	10-Year	+ 2 bps	3.809%	3.829%	91.171
JN3	2034	N/A	11/15/2029	2.769	1,420,000	10-Year	+ 10 bps	3.809%	3.909%	90.575
JP8	2039	12/7/2037	11/15/2029	3.100	32,660,000	10-Year	+ 38 bps	3.809%	4.189%	89.076
JQ6	2044	7/26/2043	11/15/2029	3.200	78,395,000	30-Year	+ 34 bps	4.161%	4.501%	83.621

Northeast Ohio Regional Sewer District Wastewater Improvement Refunding Revenue Bonds Series 2021 (Federally Taxable)

CUSIP (663903) ⁽¹⁾	Maturity Date (November 15)	Average Life Date ⁽²⁾	Par Call Date	Interest Rate (%)	Outstanding Principal Amount	Benchmark Treasury Security ⁽³⁾	Fixed Spreads	Treasury Security Yield ⁽³⁾	Purchase Yield	Offer Purchase Price
JW3	2025	N/A	N/A	0.826	\$ 5,840,000	2-Year	- 20 bps	3.650%	3.450%	97.239
JX1	2026	N/A	N/A	0.996	7,605,000	2-Year	- 45 bps	3.650%	3.200%	95.597
JY9	2027	N/A	N/A	1.213	7,675,000	3-Year	- 35 bps	3.566%	3.216%	94.169
JZ6	2028	N/A	N/A	1.393	7,765,000	5-Year	- 20 bps	3.572%	3.372%	92.513
KA9	2029	N/A	N/A	1.577	7,880,000	5-Year	- 15 bps	3.572%	3.422%	91.461
KB7	2030	N/A	N/A	1.677	765,000	7-Year	- 10 bps	N/A	--	--
KC5	2031	N/A	11/15/2030	1.777	6,730,000	7-Year	- 5 bps	N/A	--	--
KD3	2032	N/A	11/15/2030	1.927	665,000	10-Year	- 5 bps	3.809%	3.759%	87.333
KE1	2033	N/A	11/15/2030	2.027	7,840,000	10-Year	+ 2 bps	3.809%	3.829%	86.286
KF8	2034	N/A	11/15/2030	2.127	3,910,000	10-Year	+ 10 bps	3.809%	3.909%	85.268
KG6	2035	N/A	11/15/2030	2.227	255,000	10-Year	+ 17 bps	3.809%	3.979%	84.422
KH4	2040	12/5/2038	11/15/2030	2.719	1,370,000	10-Year	+ 41 bps	3.809%	4.219%	84.148
KJ0	2046	4/21/2046	11/15/2030	2.769	49,435,000	30-Year	+ 40 bps	4.161%	4.561%	75.600

- 1 CUSIP is a registered trademark of FactSet. CUSIP data herein is provided by CUSIP Global Services, managed on behalf of the American Bankers Association by FactSet Research Systems Inc. The CUSIP numbers are being provided solely for the convenience of the owners of the Target Bonds and the Authority is not responsible for the selection or correctness of the CUSIP numbers printed herein and does not make any representation with respect to such numbers or undertake any responsibility for their accuracy.
- 2 Average life date is shown for the Taxable Target Term Bonds only. The Taxable Target Term Bonds are priced to their average life date.
- 3 Except for the 30-Year Benchmark Treasury Security which is the "old long bond" (CUSIP 912810UA4), each Benchmark Treasury Security (as defined herein) is the most recently auctioned "on-the-run" United States Treasury Security for the maturity indicated as of approximately 10:00 a.m., New York City time, on October 2, 2024.